

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

In re: L&L ENERGY, INC. SECURITIES
LITIGATION

This Document Relates To: All Actions

Case No.: 13-cv-6704-RA

CONSOLIDATED CLASS ACTION

JURY TRIAL DEMANDED

ECF CASE

**MOTION FOR PRELIMINARY APPROVAL OF
CLASS ACTION SETTLEMENT**

In connection with the Court's hearing on a date and at a time designated by the Court, pursuant to Rule 23 of the Federal Rules of Civil Procedure, Lead Plaintiffs Robert Leonard and Gregg Irvin ("Lead Plaintiffs"), through their attorneys, The Rosen Law Firm, P.A. and Faruqi & Faruqi LLP, respectfully move this Court for an Order:

- (a) Preliminarily certifying the Class for the purposes of Settlement;
- (b) Preliminarily approving the terms of the Settlement set forth in the attached Stipulation of Settlement dated December 15, 2014 (the "Settlement Stipulation")¹ entered into by the parties;
- (c) Establishing a date for the Settlement Hearing to determine the fairness, reasonableness, and adequacy of the Settlement set forth in the Settlement Stipulation; and
- (d) Providing for notice to Class Members of the hearing on the proposed Settlement and dismissal of the Litigation.

¹ Unless otherwise defined, all terms set forth herein shall have the same meaning as the terms in the Settlement Stipulation.

The Settlement Stipulation is intended to fully and finally settle the instant class action, upon submission to stockholders and final Court approval. The purpose of this motion is to obtain preliminary court approval of the Settlement Stipulation and the form of notice of the proposed Settlement to be disseminated to Class Members. The terms of the Settlement are set forth in full in the Settlement Stipulation, which together with each of the exhibits to which it refers, is presented contemporaneously with this motion. Preliminary approval of the Settlement, and the submission of the Settlement to the Class Members, are warranted because the “proposed settlement is fair, reasonable, and adequate,” and “the interests of the class are better served by the settlement than by further litigation.” *Manual for Complex Litigation, Fourth* § 21.61 at 309 (2004).

All Settling Parties have agreed to the Settlement Stipulation, and all Settling Parties have consented to this motion. There are no legal or factual issues in dispute. All Settling Parties have agreed that a Class should be certified for purposes of this Settlement.

The Settling Parties respectfully request that the Court set the date for the Settlement Hearing on final approval of the proposed Settlement at least one hundred (100) days from the date of entry of the proposed Preliminary Order. (*See* ¶ 1 of the proposed Preliminary Order attached as Exhibit A to the Settlement Stipulation.) This will provide the Settling Parties sufficient time to give notice of the Settlement to Class Members, to process any potential objections and opt-outs, and to fully prepare for the Settlement Hearing.

Dated: December 16, 2014

Respectfully submitted,

THE ROSEN LAW FIRM, P.A.

/s/ Phillip Kim

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Lead Counsel for Plaintiffs and the Class

CERTIFICATE OF SERVICE

I hereby certify that on this on the 16th day of December, 2014, a true and correct copy of the foregoing document was served by CM/ECF to the parties registered to the Court's CM/ECF system.

/s/ Phillip C. Kim